

EXHIBIT C

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

NOV 24 2004

In re:)	Chapter 11
)	
W.R. Grace & Co., <u>et al.</u> ,)	Case No. 01-01139 (JKF)
)	(Jointly Administered)
)	
Debtors.)	Objection Deadline: December 12, 2004
		Hearing Date: TBD only if necessary

**SUMMARY OF THE VERIFIED APPLICATION OF RICHARDSON PATRICK
WESTBROOK & BRICKMAN, LLC FOR COMPENSATION FOR SERVICES AND
REIMBURSEMENT OF EXPENSES AS ZAI LEAD SPECIAL COUNSEL FOR THE
INTERIM PERIOD FROM SEPTEMBER 1, 2004 THROUGH SEPTEMBER 30, 2004**

Name of Applicant:	Richardson Patrick Westbrook & Brickman, LLC
Authorized to Provide Professional Services to:	Zonolite Attic Insulation Claimants
Date of Appointment:	July 22, 2002
Period for which compensation and Reimbursement is sought:	September 1, 2004 through September 30, 2004
Amount of Compensation sought as actual, Reasonable, and necessary:	\$ 31,334.00
Amount of Expenses Reimbursement:	\$ 374.29
This is a: <input checked="" type="checkbox"/> monthly <input type="checkbox"/> interim <input type="checkbox"/> final application	
Prior Application filed: Yes	

Date Filed	Period Covered	Requested Fees	Requested Expenses	Status of Fees	Status of Expenses
10/31/02	7/22/2002 - 9/30/2002	\$170,069.50	\$44,005.38	No objections served on counsel	No objections served on counsel
12/04/02	10/01/2002 - 10/31//2002	\$163,682.00	\$35,319.00	No objections served on counsel	No objections served on counsel
01/08/2003	11/01/2002 - 11/30/2002	\$115,319.00	\$5,714.09	No objections served on counsel	No objections served on counsel
02/17/2003	12/01/2002 - 12/31/2002	\$104,018.00	\$32,439.18	No objections served on counsel	No objections served on counsel
03/19/2003	1/1/2003 - 1/31/2003	\$142,944.50	\$68,022.89	No objections served on counsel	No objections served on counsel
04/09/03	2/1/2003 - 2/28/2003	\$217,149.00	\$31,928.29	No objections served on counsel	No objections served on counsel
05/16/2003	3/1/2003- 3/31/2003	\$248,048.00	\$66,978.32	No objections served on counsel	No objections served on counsel
07/01/2003	4/1/2003- 4/30/2003	\$102,950.00	\$149,727.83	No objections served on counsel	No objections served on counsel
07/21/2003	5/1/2003- 5/31/2003	\$174,462.25	\$48,658.57	No objections served on counsel	No objections served on counsel
08/15/2003	6/1/2003- 6/30/2003	\$202,080.25	\$71,550.40	No objections served on counsel	No objections served on counsel
09/15/2003	7/1/2003- 7/31/2003	\$126,035.00	\$25,802.60	No objections served on counsel	No objections served on counsel
10/23/2003	8/1/2003- 8/31/2003	\$121,733.75	\$26,563.23	No objections served on counsel	No objections served on counsel
11/12/2003	9/1/2003- 9/30/2003	\$69,708.00	\$19,989.71	No objection served on counsel	No objection served on counsel
12/8/2003	10/1/2003- 10/31/2003	\$24,786.50	\$5,853.38	No objection served on counsel	No objection served on counsel
2/18/2004	11/1/2003- 11/30/2003	\$13,566.00	\$106.03	No objection served on counsel	No objection served on counsel
2/18/2004	12/1/2003- 12/31/2003	\$12,107.50	\$11,256.59	No objection served on counsel	No objection served on counsel
4/21/2004	1/1/2004- 1/31/2004	\$17,311.00	\$1,427.54	No objection served on counsel	No objection served on counsel
4/21/2004	2/1/2004- 2/29/2004	\$36,536.50	\$3,023.68	No objection served on counsel	No objection served on counsel
7/23/2004	3/1/2004- 3/31/2004	\$6,212.50	\$100.02	No objection served on counsel	No objection served on counsel
8/17/2004	4/1/2004- 4/30/2003	\$327.50	\$ 0	No objection served on counsel	No objection served on counsel
8/17/2004	5/1/2004- 5/31/2004	\$4,432.50	\$ 0	No objection served on counsel	No objection served on counsel
8/17/2004	6/1/2004- 6/30/2004	\$24,797.50	\$ 0	No objection served on counsel	No objection served on counsel
10/25/2004	7/1/2004- 7/31/2004	\$12,247.50	\$ 0	No objection served on counsel	No objection served on counsel
10/25/2004	8/1/2004- 8/31/2004	\$13,955.00	\$0	No objection served on counsel	No objection served on counsel

This is the Twenty-Fifth RPWB application for monthly interim compensation of services filed with the Bankruptcy Court in this Chapter 11 case.

The total expended for the preparation of this application is approximately 2.5 hours, and the corresponding estimated compensation *that will be requested in a future application* is approximately \$450.00.

The Richardson Patrick Westbrook & Brickman attorneys who rendered professional services in these cases during the Fee Period are:

Name of Professional Person	Position with the applicant	Number of years as an attorney	Department	Hourly billing rate	Total billed hours	Total compensation
Edward J. Westbrook	Partner	25	Litigation	\$650	24.8	\$16,120.00
Robert M. Turkewitz	Partner	17	Litigation	\$400	11.8	\$4,720.00
Robert S. Wood	Associate	3	Litigation	\$240	.1	\$24.00
TOTALS					36.7	\$20,864.00

The paraprofessionals who rendered professional service in these cases during the Fee Period are:

Name of Professional Person	Position with the applicant	Number of years in position	Department	Hourly billing rate	Total billed hours	Total compensation
Lizzie Kerrison	Paralegal	17	Litigation	\$125	76.2	\$9,525.00
Gena Martin	Lit. Support	8	Litigation	\$75	12.1	\$907.50
Kim Garcia	Lit. Support	10	Litigation	\$75	.5	\$37.50
TOTALS					65.8	\$10,470.00

Compensation by Project Category

Category	Total Hours	Total Fees
11-Fee Applications, Applicant	.5	\$37.50
20-Travel-Non-working		
22-ZAI Science Trial	125.0	\$31,296.50
TOTALS	125.0	\$31,334.00

23-ZAI Science Trial Expenses

Description	Amount
Airfare	\$349.29
Mileage	\$18.75
Parking	\$6.25
Total	\$374.29

Dated: November 23, 2004

BUCHANAN INGERSOLL PC

/s/ William D. Sullivan

William D. Sullivan (No. 2820)

The Nemours Building

1007 North Orange Street, Suite 1110

Wilmington, DE 19801-1236

Telephone: (302) 428-5500

Facsimile: (302) 428-3996

-and-

Edward J. Westbrook, Esq.

Richardson Patrick Westbrook

& Brickman

1037 Chuck Dawley Blvd., Building A

Mount Pleasant, SC 29464

Phone: (843) 727-6513

FAX: (843) 727-6688

LEAD COUNSEL FOR ZAI CLAIMANTS

VERIFICATION

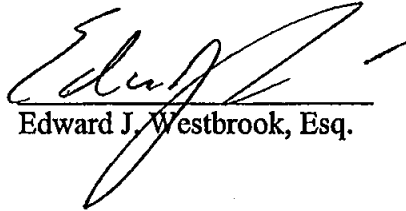
STATE OF SOUTH CAROLINA)
)
COUNTY OF CHARLESTON)

Edward J. Westbrook, after being duly sworn according to law, deposes and says:

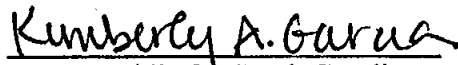
a) I am counsel with the applicant law firm Richardson, Patrick, Westbrook & Brickman, and have been admitted to appear before this Court.

b) I have personally performed many of the legal services rendered by Richardson, Patrick, Westbrook & Brickman and am thoroughly familiar with the other work performed on behalf of the ZAI Claimants by the lawyers and paraprofessionals of Richardson, Patrick, Westbrook & Brickman.

c) I have reviewed the foregoing application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Del.Bankr.LR 2016-2 and the 'Amended Administrative Order Under 11 U.S.C. §§ 105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members', signed April 17, 2002, and submit that the Application substantially complies with such Rule and Order.


Edward J. Westbrook, Esq.

SWORN AND SUBSCRIBED
Before me this 14th day of NOV., 2004.


Notary Public for South Carolina

My Commission Expires
February 4, 2014

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W.R. Grace & Co., <u>et al.</u> ,)	Case No. 01-01139 (JKF)
)	(Jointly Administered)
)	
Debtors.)	Objection Deadline: December 12, 2004
		Hearing Date: TBD only if necessary

**FEE DETAIL OF THE VERIFIED APPLICATION OF RICHARDSON PATRICK
WESTBROOK & BRICKMAN, LLC FOR COMPENSATION FOR SERVICES AND
REIMBURSEMENT OF EXPENSES AS ZAI LEAD SPECIAL COUNSEL FOR THE
INTERIM PERIOD FROM SEPTEMBER 1, 2004 THROUGH SEPTEMBER 30, 2004**

11/17/2004

1

Time report**09/01/2004 - 09/30/2004**

Date Timekeeper	Client No. Matter No.	Client Name	Transaction Code Description	Rate	HRS/QTY	Total
Transaction:		L106				
Day:		09/02/2004				
09/02/2004 Ikerrison	200106 0000	Zonolite Science Trial	L106 Review ZAI database for sales information and inputting general information	\$125.00	1.70	\$212.50
Day:		09/07/2004				
09/07/2004 Ikerrison	200106 0000	Zonolite Science Trial	L106 Review ZAI database for sales information and inputting general information	\$125.00	4.70	\$587.50
Day:		09/08/2004				
09/08/2004 Ikerrison	200106 0000	Zonolite Science Trial	L106 Review ZAI database for sales information and inputting general information	\$125.00	6.70	\$837.50
Day:		09/09/2004				
09/09/2004 Ikerrison	200106 0000	Zonolite Science Trial	L106 Find documents on Grace internal 9/28/84 "Potentially damaging documents"; review testing RFTs documents on ZAI database; review Libby testing documents	\$125.00	6.70	\$837.50
09/09/2004 ewestbrook	200106 0000	Zonolite Science Trial	L106 Prepare for strategic meeting	\$650.00	4.50	\$2,925.00
Day:		09/13/2004				
09/13/2004 ewestbrook	200106 0000	Zonolite Science Trial	L106 Travel to Charlotte for strategic meeting, attend strategis meeting, work on ZAI sales data in preparation of memo concerning same (worked during flight time); return and review notes during return for follow-up.	\$650.00	6.00	\$3,900.00
09/13/2004 Ikerrison	200106 0000	Zonolite Science Trial	L106 Review ZAI database for sales information and inputting general information	\$125.00	4.70	\$587.50
Day:		09/14/2004				
09/14/2004 Ikerrison	200106 0000	Zonolite Science Trial	L106 Review ZAI database for sales information and inputting general information	\$125.00	6.50	\$812.50

11/17/2004 09:55:20 AM Garcia, Kimberly A.

11/17/2004

2

Time report**09/01/2004 - 09/30/2004**

Date Timekeeper	Client No. Matter No.	Client Name	Transaction Code Description	Rate	HRS/QTY	Total
Day: 09/15/2004						
09/15/2004 ewestbrook	200106 0000	Zonolite Science Trial	L106 Conversation with Darrell Scott regarding preparing for ZAI Science Trial and strategy matters (.1), work on ZAI sales and distribution figures and conversations regarding same (.7)	\$650.00	0.80	\$520.00
Day: 09/16/2004						
09/16/2004 lkerrison	200106 0000	Zonolite Science Trial	L106 Review ZAI database for sales information and inputting general information	\$125.00	6.70	\$837.50
09/16/2004 rturkewitz	200106 0000	Zonolite Science Trial	L106 Received deposition of Dr. R.J. Lee and forwarded to Ed Westbrook (.2); received and reviewed email from Ed Westbrook regarding Lee deposition and forwarded to Lizzie Kerrison for summarization (.2)	\$400.00	0.40	\$160.00
Day: 09/20/2004						
09/20/2004 lkerrison	200106 0000	Zonolite Science Trial	L106 Review ZAI database for sales information and inputting general information	\$125.00	4.20	\$525.00
Day: 09/21/2004						
09/21/2004 lkerrison	200106 0000	Zonolite Science Trial	L106 Review ZAI database for sales information and inputting general information (3); Summarize Lee deposition regarding WTC dust and use of dust sampling (3)	\$125.00	6.00	\$750.00
09/21/2004 rturkewitz	200106 0000	Zonolite Science Trial	L106 Received and reviewed memorandum from Ed Westbrook regarding Science Hearing (.1); received from Lizzie Kerrison and reviewed Grace documents regarding ZAI (.5)	\$400.00	0.60	\$240.00
Day: 09/23/2004						
09/23/2004 lkerrison	200106 0000	Zonolite Science Trial	L106 Summarize Lee deposition regarding WTC dust and use of dust sampling	\$125.00	6.70	\$837.50
Day: 09/24/2004						
09/24/2004 rturkewitz	200106 0000	Zonolite Science Trial	L106 Conference with Gena Martin regarding work by potential witness (.4); memo to Gena Martin regarding ZAI investigations in Canada (.8).	\$400.00	1.20	\$480.00

11/17/2004 09:55:20 AM Garcia, Kimberly A.

11/17/2004

3

Time report**09/01/2004 - 09/30/2004**

Date	Client No.	Client Name	Transaction Code	Rate	HRS/QTY	Total
Timekeeper	Matter No.	Description				
09/24/2004	200106	Zonolite Science Trial	L106	\$75.00	0.80	\$60.00
gmartin	0000	Prepared information re: potential witness (.3); conference with Rob Turkewitz to discuss same (.4); Reviewed memo from Rob Turkewitz re: ZAI Investigations In Canada (.1)				
Day: 09/27/2004						
09/27/2004	200106	Zonolite Science Trial	L106	\$400.00	0.20	\$80.00
rturkewitz	0000	Discussion with Ed Westbrook regarding ZAI				
09/27/2004	200106	Zonolite Science Trial	L106	\$125.00	8.20	\$1,025.00
lkerrison	0000	Summarize Lee deposition regarding WTC dust and use of dust sampling				
09/27/2004	200106	Zonolite Science Trial	L106	\$650.00	4.20	\$2,730.00
ewestbrook	0000	Conversation with Grace Counsel regarding Omnibus Hearing both before and after hearing (.3), discussions with government counsel regarding tremolite issues (.3), discussions with Rob Turkewitz regarding ZAI (.2), preparation for ZAI October 18-19 hearing (3.4)				
Day: 09/28/2004						
09/28/2004	200106	Zonolite Science Trial	L106	\$650.00	4.60	\$2,990.00
ewestbrook	0000	Work on preparation for argument of numerous motions (3.4); conversation with Rob Turkewitz regarding preparation for arguments and tasks (1.2)				
09/28/2004	200106	Zonolite Science Trial	L106	\$125.00	6.70	\$837.50
lkerrison	0000	Summarize Lee deposition regarding WTC dust and use of dust sampling				
09/28/2004	200106	Zonolite Science Trial	L106	\$75.00	0.60	\$45.00
gmartin	0000	Received and reviewed memo from Rob Turkewitz re: ZAI statements by real estate and home inspection organizations in the U.S.; Conferences with Rob Turkewitz re: ZAI (.5)				
09/28/2004	200106	Zonolite Science Trial	L106	\$400.00	5.00	\$2,000.00
rturkewitz	0000	Telephone conversations regarding status of ZAI investigations and warnings in Canada (.8); received and reviewed documents regarding vermiculite by Canadian defense forces (1.5); memo to Gena Martin regarding ZAI statements by real estate and home inspection organizations in the U.S. (.3); conferences with Gena Martin regarding ZAI (.5); memo to Jay Ward regarding research projects on law/regulations on asbestos disclosure and real estate transactions (.5); emails to and from Ed Westbrook regarding same (.2); meeting with Ed Westbrook regarding argument preparation and tasks (1.2)				
Day: 09/29/2004						
09/29/2004	200106	Zonolite Science Trial	L106	\$400.00	0.30	\$120.00
rturkewitz	0000	Received and reviewed email from Aaron Diaz regarding research regarding disclosure of asbestos in real estate transactions; called and left message for Aaron Diaz (.3)				

11/17/2004 09:55:20 AM Garcia, Kimberly A.

11/17/2004

4

Time report

09/01/2004 - 09/30/2004

Date Timekeeper	Client No. Matter No.	Client Name	Transaction Code	Description	Rate	HRS/QTY	Total
09/29/2004 gmartin	200106 0000	Zonolite Science Trial	L106	Obtained research and documentation via Internet of EPA, NIOSH, Health Canada, and ATSDR regarding vermiculite attic insulation; (2.0) preparation of chart setting forth regulations of these agencies regarding VAI (1.5)	\$75.00	3.50	\$262.50
Day: 09/30/2004							
09/30/2004 gmartin	200106 0000	Zonolite Science Trial	L106	research of canadian government regarding homes with ZAI (3.3) various telephone conversations with homeowners regarding vermiculite attic insulation and removal of same from homes; (2.2); gathered and prepared information from asbestos consultants re: ZAI, gave to Rob Turkewitz for review (.5); prepared memo to Rob Turkewitz re: real estate association alerts on vermiculite attic insulation (1.0); prepared email to Rob Turkewitz re: ZAI renovations in Canadian homes (.2)	\$75.00	7.20	\$540.00
09/30/2004 ewestbrook	200106 0000	Zonolite Science Trial	L106	Conversation with Grace counsel regarding ZAI hearing arrangements (.1); conversation with Bobby Wood regarding ZAI Science Trial (.1); emails to various staff members regarding ZAI argument assignments (.5); review materials and work on argument presentation (4)	\$650.00	4.70	\$3,055.00
09/30/2004 lkerrison	200106 0000	Zonolite Science Trial	L106	Finish summarizing Lee deposition regarding WTC dust and use of dust sampling for getting "dust samples good" excerpts	\$125.00	6.70	\$837.50
09/30/2004 rturkewitz	200106 0000	Zonolite Science Trial	L106	Received from Lizzie Kerrison and reviewed memo regarding Internet websites for research on vermiculite attic insulation (.2); received from Lizzie Kerrison and began reviewing summary of R.J. Lee deposition regarding his Deutsche Bank consulting work (1.5); received and reviewed memoranda to and from Ed Westbrook and Eric Maynard regarding Lee deposition (.2); received from Gena Martin and reviewed information from asbestos consultants regarding ZAI (.5); received from Gena Martin and reviewed memo regarding real estate association alerts on vermiculite attic insulation (.2); received from Ed Westbrook and reviewed memo regarding summary of remodeling figures for ZAI Science Trial (.2); reviewed email from Gena Martin regarding ZAI renovations in Canadian homes (.2); email to Ed Westbrook regarding exhibits for ZAI Science Trial (.2); received and reviewed email from Ed Westbrook regarding EPA's El Dorado testing on tremolite (.2); received email from Ed Westbrook regarding ZAI analysis done EPA done by MVA, and reviewed test results (.3); received and reviewed email from Ed Westbrook regarding consolidation of all warning statements regarding ZAI (.2); received and reviewed email from Ed Westbrook regarding ZAI-related illnesses in Manitoba (.1); email to Ed Westbrook regarding Lee deposition (.1)	\$400.00	4.10	\$1,640.00
09/30/2004 bwood	200106 0000	Zonolite Science Trial	L106	Conversation with Ed Westbrook regarding ZAI Science trial	\$240.00	0.10	\$24.00
Transaction:		L150					

11/17/2004 09:55:20 AM Garcia, Kimberly A.

11/17/2004

5

Time report

09/01/2004 - 09/30/2004

Date	Client No.	Client Name	Transaction Code	Rate	HRS/QTY	Total
Timekeeper	Matter No.	Description				
Day:		09/07/2004				
09/07/2004	200106	Zonolite Science Trial	L150	\$75.00	0.50	\$37.50
kgarcia	0000	Prepared 13th quarterly application to forward to local counsel for filing; review 12th quarter spreadsheets sent by Stephen Bossay to make sure RPWB numbers are correct				

Grand Total:	\$31,334.00
---------------------	--------------------

Expense Grand Total:	\$0.00
-----------------------------	---------------

Time Grand Total:	\$31,334.00
--------------------------	--------------------

Total Hours/Report:	125.50
----------------------------	---------------

Count:	32
---------------	-----------

11/17/2004 09:55:20 AM Garcia, Kimberly A.

11/17/2004

1

Expense report

09/01/2004 - 09/30/2004

Date	Client No.	Client Name	Transaction Code	Rate	HRS/PTY	Total
Timekeeper	Matter No.	Description				
Day:		09/13/2004				
09/13/2004	200106	Zonolite Science Trial	E090	\$374.29	1.00	\$374.29
ewestbrook	0000	EJW Travel to Charlotte, NC for strategic meeting. This charge includes:				
		Airfare: \$349.29				
		Mileage - \$18.75				
		Parking - \$6.25				
Grand Total:						\$374.29
Expense Grand Total:						\$374.29
Time Grand Total:						\$0.00
Total Hours/Report:						0.00
Count:						1